

## **ROSE DECLARATION**

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UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
MILLIKEN & COMPANY,

Plaintiff,

07 Civ. 3175 (HB) (FM)

- against -

**DECLARATION  
OF GLENN B. ROSE**

TULLAHOMA INDUSTRIES, LLC,

Defendant.  
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GLENN B. ROSE, declares under penalty of perjury and says:

1. I am a member of the Bar of the State of Tennessee and of the firm of Harwell Howard Hyne Gabbert & Manner, P.C. ("H3GM"), a law firm located in Nashville, Tennessee. H3GM is local Tennessee counsel to Milliken & Company ("Milliken"), the plaintiff in the above-entitled action. I am familiar with all the facts and circumstances in this action. I make this declaration in support of Milliken's application for the entry of an Order and Judgment after an inquest for the actual and reasonable attorneys' fees that Milliken has incurred as the result of, *inter alia*, (a) its pre-litigation efforts to obtain payment from the defendant Tullahoma Industries, LLC ("Tullahoma") following Tullahoma's default and failure to pay for goods it purchased, received and accepted from Milliken; (b) Milliken's commencement of legal

proceedings against Tullahoma in this Court to obtain payment; (c) the entry of an immediately enforceable judgment in Milliken's favor against Tullahoma for the amount of its sale of goods receivable, together with a reference for the determination of damages in respect of a further judgment to be entered against Tullahoma on account of the costs and expenses incurred by Milliken (including reasonable attorneys' fees) in enforcing its rights, all as contemplated by Tullahoma's written agreement to be liable for such costs, fees, and expenses; (d) an Order granting judgment and referring the matter to a Magistrate Judge for further proceedings as to damages, (e) the registration and enforcement of Milliken's initial judgment against Tullahoma in Tennessee where Tullahoma is incorporated and maintains its principal place of business; and (f) the negotiation of further agreement between Milliken and Tullahoma permitting Tullahoma additional time to satisfy its obligations in respect of Milliken's initial judgment.

2. H3GM was retained to domesticate the judgment in Tennessee, the home State and headquarters of Tullahoma, the Judgment Debtor. H3GM was also retained to take steps to enforce the Order Granting Judgment and Referring Matter to Magistrate Judge for Further proceedings as to Damages (the "First Order and Judgment"), signed on June 28, 2007 by Hon. Harold Baer, Jr., U.S.D.J.

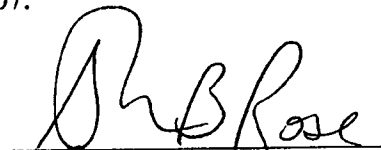
3. H3GM has engaged in several activities in this regard. H3GM filed an ancillary action in the United States District Court for the Eastern District of Tennessee; located real property owned by Tullahoma; recorded a certified copy of the domesticated Judgment with the Register of Deeds for each county where property was located; performed UCC searches; garnished Tullahoma's accounts at its primary bank and corresponded with that garnishee; investigated the possibility of garnishing payments due to Tullahoma from the U.S. Department of Defense; and dealt with the principal of Tullahoma regarding payment of the Judgment.

4. As evidenced by the accompanying bills (Exhibit "A"), for the period July 26, 2007 through November 26, 2007, H3GM rendered bills to Milliken in the amount \$15,750.76. This sum represents approximately 41 hours of attorney time and 30 hours of paralegal and clerk time. The attorneys who appear on the bills are Craig V. Gabbert, Jr. (CVG), whose hourly billing rate is presently \$425; Glenn B. Rose (GBR), whose hourly billing rate is presently \$400; John M. Brittingham (JMB), whose hourly billing rate is presently \$400; and J. David McDowell (JDM), whose hourly billing rate is presently \$195. The hourly rate of the paralegal, Cindy Duck (PR4), is \$140. Mr. Gabbert graduated from Vanderbilt Law School and was admitted to the Bar of the State of Tennessee in 1976. Mr. Rose graduated from the University of Virginia Law School and was admitted to the Bar of the State of Tennessee in 1983. Mr. Brittingham graduated from Vanderbilt Law School and was admitted to the Bar of the State of Tennessee in 1982. Mr. McDowell graduated from Georgetown University Law School in 2002, and was admitted to the Bars of the States of Florida in 2002 and Tennessee in 2005.

5. As set forth on Exhibit "B", during the period July 26, 2007 through November 26, 2007, H3GM performed and rendered legal services, which totaled \$12,853.75, and incurred costs in the amount of \$2,897.01.

I declare under penalty of perjury that the forgoing is true and correct.

Executed on December 4, 2007.

  
GLENN B. ROSE